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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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	:	
In re	:	Chapter 11
	:	
ALL YEAR HOLDINGS LIMITED,	:	Case No. 21-12051 (MG)
	:	
Debtor. ¹	:	
	:	
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**NOTICE OF (I) ENTRY OF ORDER CONFIRMING THIRD
AMENDED CHAPTER 11 PLAN OF REORGANIZATION OF ALL YEAR
HOLDINGS LIMITED AND (II) OCCURRENCE OF PLAN EFFECTIVE DATE**

PLEASE TAKE NOTICE that:

1. **The Plan and Confirmation Order.** On January 31, 2023, the United States Bankruptcy Court for the Southern District of New York (the “**Bankruptcy Court**”) entered an order [ECF No. 352] (the “**Confirmation Order**”) confirming the *Third Amended Chapter 11 Plan of Reorganization of All Year Holdings Limited*, dated December 9, 2022 [ECF No. 289] (together with all schedules and exhibits thereto, and as may be modified, amended, or supplemented from time to time, the “**Plan**”).²

2. **Plan Effective Date.** The closing on the Investment Agreement was commenced

¹ The Debtor’s principal offices are located at 199 Lee Avenue, Suite 693, Brooklyn, New York 11211.

² Capitalized terms used but not herein defined have the meanings ascribed to such terms in the Plan.

on March 31, 2023. The transactions contemplated in connection with the closing were completed on April 4, 2023, at which time the Plan became substantially consummated and effective (the “**Effective Date**”).

3. **Plan Binding.** The Plan and the Confirmation Order and the provisions thereof are binding on all holders of Claims against, and Interests in, the Debtor and their respective successors and assigns, notwithstanding whether any such holders are (a) Impaired or Unimpaired under the Plan; (b) presumed to accept or deemed to reject the Plan; (c) failed to vote to accept or reject the Plan; (d) voted to reject the Plan; or (e) will receive any distribution under the Plan; *provided, however*, that the mutual releases set forth in Section 10.6(b) of the Plan shall only be binding on the parties set forth therein and in paragraph LL of the Confirmation Order.

4. **Time for Filing Rejection Damage Claims.** In the event that the rejection of an executory contract or unexpired lease under the Confirmation Order results in damages to the other party or parties to such contract or lease, any Claim for such damages shall be classified and treated as a General Unsecured Claim against the Debtor. Such Claim shall be forever barred and shall not be enforceable against the Debtor or the Reorganized Debtor, or their respective properties or interests in property as agents, successors or assigns, unless a proof of claim is filed with the Bankruptcy Court and served upon counsel for the Debtor and the Reorganized Debtor no later than thirty (30) days after the filing and service of this notice of the occurrence of the Effective Date.

5. **Final Fee Applications.** Pursuant to Section 2.2 of the Plan, all Entities seeking an award by the Bankruptcy Court of Fee Claims are required to file and serve on counsel to the Debtor, the U.S. Trustee, counsel to the Notes Trustee, and counsel for the Plan Administrator, on or before the date that is forty-five (45) days after the Effective Date, their respective final

applications for allowance of compensation for services rendered and reimbursement of expenses incurred from the applicable Petition Date through the Effective Date. Objections to any Fee Claims must be filed and served on counsel to the Debtor, the U.S. Trustee, counsel to the Notes Trustee, counsel for the Plan Administrator, and the requesting party no later than twenty-one (21) calendar days after the filing of the final applications for compensation or reimbursement (unless otherwise agreed by the Debtor and the party requesting compensation of a Fee Claim, or as approved by the Court).

6. **Certain Documents.** Copies of the Confirmation Order and the Plan may be obtained by accessing the Bankruptcy Court's website at www.nysb.uscourts.gov. A PACER password and login are needed to access documents on the Bankruptcy Court's website, and can be obtained at <http://www.pacer.psc.uscourts.gov>.

Dated: April 4, 2023
New York, New York

/s/ Matthew P. Goren
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